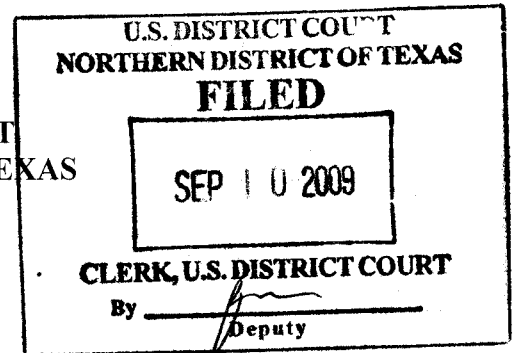


UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION



PEPSICO, INC., a corporation, and THE
CONCENTRATE MANUFACTURING
COMPANY OF IRELAND, a corporation,

Plaintiffs,

v.

MARROKO USA LLC, a corporation, and
DOES 1-10,

Defendants.

Civil Action No. 3:09-cv-338 B

FINAL JUDGMENT

Plaintiffs, PepsiCo, Inc. ("PepsiCo") and Concentrate Manufacturing Company of Ireland ("CMCI"), and Defendant, Marroko USA LLC, also doing business as Productos Selectos Marroko SA de CV and North Star Produce (collectively "Marroko"), hereby stipulate to entry of final judgment as follows:

1. This Court has subject matter jurisdiction by virtue of the fact that:
 - (a) this is an action arising under the Trademark Act of 1946, as amended, 15 U.S.C. §§ 1051, *et seq.* (the Lanham Act), jurisdiction being conferred in accordance with 15 U.S.C. § 1121 and 28 U.S.C. § 1338(a) and (b); and
 - (b) jurisdiction for the Texas state statutory claims is conferred in accordance with the principles of supplemental jurisdiction pursuant to 28 U.S.C. § 1367(a).
2. This Court has personal jurisdiction over Marroko, a Texas corporation.

3. Venue is proper in this Court under 28 U.S.C. 1391(b) in that Marroko does business in this district and a substantial part of the events or omissions giving rise to the claims occurred in this district.

4. PepsiCo owns, inter alia, the following federal trademark registrations issued by the United States Patent and Trademark Office for the PEPSI marks (collectively, the “PEPSI marks”) used in connection with its PEPSI products:

MARK	REG. NO.	REG. DATE	GOODS
PEPSI	824,150	Feb. 14, 1967	Soft drinks and syrups and concentrates for the preparation thereof
PEPSI-COLA	824,151	Feb. 14, 1967	Soft drinks and syrups and concentrates for the preparation thereof
Design mark	824,153	Feb. 14, 1967	Soft drinks
PEPSI and Design	2,100,417	Sept. 23, 1997	Soft drinks
PEPSI and Design	2,104,304	Oct. 7, 1997	Soft drinks

Said registrations are valid, subsisting and incontestable and constitute conclusive evidence of PepsiCo’s exclusive right to use the PEPSI marks for the goods specified in the registrations, pursuant to 15 U.S.C. §§ 1065 and 1115(b).

5. CMCI owns, inter alia, the following federal trademark registrations issued by the United States Patent and Trademark Office for the MANZANITA SOL and MANZANITA SOL and Design marks (collectively, the “MANZANITA SOL marks”) in connection with the MANZANITA SOL products:

MARK	REG. NO.	REG. DATE	GOODS
MANZANITA SOL	3,156,112	Oct. 17, 2006	Soft drinks, and syrups

			and concentrates for making the same
MANZANITA SOL and Design	3,167,654	Nov. 7, 2006	Soft drinks, and syrups and concentrates for making the same

Said registrations are valid and subsisting, and constitute prima facie evidence of the validity of the MANZANITA SOL marks and of CMCI's ownership of and exclusive right to use these marks for the goods listed therein. 15 U.S.C § 1057(b).

6. Without PepsiCo or CMCI's consent, Marroko has sold in the United States soft drinks manufactured in Mexico bearing the PEPSI marks and the MANZANITA SOL marks (collectively "Mexican product").

7. Marroko's sale of Mexican product in the United States without PepsiCo's consent constitutes:

- (a) trademark infringement in violation of section 32 of the Lanham Act, 15 U.S.C. § 1114;
- (b) trademark infringement in violation of TEX. BUS. & COM. CODE §16.26;
- (c) unfair competition in violation of Section 43(a) of the Lanham Act, 15 U.S.C. 1125(a);
- (d) unfair competition in violation of the Texas common law;
- (e) dilution in violation of Section 43(c) of the Lanham Act, 15 U.S.C. § 1125(c); and
- (f) dilution in violation of TEX. BUS. & COM. CODE §16.29.

8. Anthony Matulewicz shall receive any subpoena to obtain deposition or trial testimony regarding Marroko's knowledge of the importation into, and sale and distribution in the United States of the Mexican product by Marroko or third parties at the following address: 521 South Broadway Street, McAllen, Texas 78501. Mr. Matulewicz shall immediately inform PepsiCo, care of Jonathan S. Jennings, 311 S. Wacker Drive, Suite 5000, Chicago, Illinois 60606, if this address for service changes and of any new address for such service.

9. Marroko, its subsidiaries, affiliates, related entities, agents, servants, employees, successors and assigns, and all others in active concert or participation with them, are permanently enjoined and restrained from the importation into, and the dealing, marketing, sale or distribution in the United States of soft drinks manufactured or bottled in Mexico, or any other foreign country, bearing any of PepsiCo's trademarks, including without limitation: (a) PEPSI; (b) PEPSI-COLA; (c) a distinctive red, white and blue logo; (d) combinations of variations on this logo with PEPSI and PEPSI-COLA; (e) MANZANITA SOL; and (f) MIRINDA.

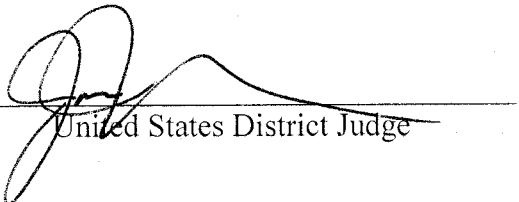
10. This Court shall retain jurisdiction over this action for purposes of construing and ensuring compliance with this Final Judgment.

11. Each party shall bear its own costs.

12. This action is dismissed without prejudice against all remaining Doe Defendants.

SO ORDERED AND ADJUDGED:

Dated this 9th day of Sept, 2009.


United States District Judge